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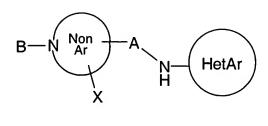
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## Amendment to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

## **Listing of Claims:**

Claim 1(currently amended): A compound having the formula (I):



**(I)** 



or a pharmaceutically acceptable salts thereof, wherein

NonAr is a nonaromatic 5-7 membered ring containing 1 or 2 nitrogen ring atoms or an aza bicyclo octane ring;

HetAr is a 5 or 6 membered heteroaromatic ring containing 1-3 nitrogen ring atoms, or isoxazolyl, thiazolyl, thiadiazolyl, quinolinyl, quinazolinyl, purinyl, pteridinyl, benzimidazolyl, pyrrolopyrimidinyl, or imidazopyridinyl;

HetAr is optionally substituted with 1 or 2 substituents, each substituent independently is  $C_{1-4}$ alkyl,  $C_{1-4}$ alkoxy,  $C_{2-4}$ alkynyl, trifluoromethyl, hydroxy, hydroxy $C_{1-4}$ alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl—, phenylethynyl—, heteroarylethynyl—,— $N(C_{0-4}$ alkyl)( $C_{0-4}$ alkyl), nitro, ( $C_{1-2}$ alkyl)( $C_{1-2}$ alkyl)NCH2—, ( $C_{1-2}$ alkyl)HNCH2—, Si(CH3)3—C—, or NH2C(O)—;

A is -C[[0]] 1-4alkyl-;

B is  $aryl(CH_2)_{0.3}$ –O–C(O)–, heteroaryl(CH<sub>2</sub>)<sub>1.3</sub>–O–C(O)–, indanyl(CH<sub>2</sub>)<sub>0.3</sub>–O–C(O)–, aryl(CH<sub>2</sub>)<sub>1.3</sub>–C(O)–, aryl-cyclopropyl–C(O)–, heteroaryl-cyclopropyl–C(O)–, heteroaryl(CH<sub>2</sub>)<sub>1.3</sub>–C(O)–, aryl(CH<sub>2</sub>)<sub>1.3</sub>–, heteroaryl(CH<sub>2</sub>)<sub>1.3</sub>–, aryl(CH<sub>2</sub>)<sub>1.3</sub>–NH–C(O)–, aryl(CH<sub>2</sub>)<sub>1.3</sub>–NH–C(NCN)–, aryl(CH<sub>2</sub>)<sub>1.3</sub>–SO<sub>2</sub>–, heteroaryl(CH<sub>2</sub>)<sub>1.3</sub>–SO<sub>2</sub>–, wherein any of the

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aryl or heteroaryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, C<sub>1-4</sub>alkoxy, trifluoromethyl, bromo, fluoro, or chloro; and X is H, OH, F, C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, NH<sub>2</sub>, or X taken with an adjacent bond is =0.

Claim 2(currently amended): The compound according to Claim 1, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

NonAr is a nonaromatic 6 membered ring containing 1 nitrogen ring atom; and B is aryl(CH<sub>2</sub>)<sub>0-3</sub>-O-C(O)-, wherein the aryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, C<sub>1-4</sub>alkoxy, trifluoromethyl, bromo, fluoro, or chloro.

Claim 3(currently amended): The compound according to Claim 2, or  $\underline{a}$  pharmaceutically acceptable salts thereof, wherein

HetAr is a 6 membered heteroaromatic ring containing 1 nitrogen ring atom; HetAr is optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH<sub>2</sub>-, (C<sub>1</sub>-2alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.

Claim 4(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is an isoxazolyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl–, phenylethynyl–, heteroarylethynyl–,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH<sub>2</sub>-, (C<sub>1</sub>-2alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.

Claim 5(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein



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HetAr is a thiadiazolyl optionally substituted with 1 or 2 substituents, each substituent independently is  $C_{1-4}$ alkyl,  $C_{1-4}$ alkoxy,  $C_{2-4}$ alkynyl, trifluoromethyl, hydroxy, hydroxy $C_{1-4}$ alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl—, phenylethynyl—, heteroarylethynyl—, $-N(C_{0-4}$ alkyl)( $C_{0-4}$ alkyl), nitro, ( $C_{1-2}$ alkyl)( $C_{1-2}$ alkyl)NCH2—, ( $C_{1-2}$ alkyl)HNCH2—, Si( $C_{1-2}$ alkyl)HNCH2—, or NH2C( $O_{1-2}$ alkyl)

Claim 6(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is a 5 membered heteroaromatic ring containing 2 nitrogen ring atoms; HetAr is optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH<sub>2</sub>-, (C<sub>1</sub>-2alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.

Claim 7(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is quinolinyl optionally substituted with 1 or 2 substituents, each substituent independently is C1-4alkyl, C1-4alkoxy, C2-4alkynyl, trifluoromethyl, hydroxy, hydroxyC1-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C0-4alkyl)(C0-4alkyl), nitro, (C1-2alkyl)(C1-2alkyl)NCH2-, (C1-2alkyl)HNCH2-, Si(CH3)3-C-, or NH2C(O)-.

Claim 8(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is purinyl optionally substituted with 1 or 2 substituents, each substituent independently is  $C_{1-4}$ alkyl,  $C_{1-4}$ alkoxy,  $C_{2-4}$ alkynyl, trifluoromethyl, hydroxy, hydroxy $C_{1-4}$ alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl—, phenylethynyl—, heteroarylethynyl—, $-N(C_{0-4}$ alkyl)( $C_{0-4}$ alkyl), nitro, ( $C_{1-2}$ alkyl)( $C_{1-2}$ alkyl)NCH2—,  $C_{1-2}$ alkyl)HNCH2—, Si(CH3)3—C—, or NH2C(O)—.

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Claim 9(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is a 6 membered heteroaromatic ring containing 2 nitrogen ring atoms; HetAr is optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH<sub>2</sub>-, (C<sub>1</sub>-2alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.

Claim 10(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is thiazolyl optionally substituted with 1 or 2 substituents, each substituent independently is  $C_{1-4}$ alkyl,  $C_{1-4}$ alkoxy,  $C_{2-4}$ alkynyl, trifluoromethyl, hydroxy, hydroxy $C_{1-4}$ alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl—, phenylethynyl—, heteroarylethynyl—,— $N(C_{0-4}$ alkyl)( $C_{0-4}$ alkyl), nitro, ( $C_{1-2}$ alkyl)( $C_{1-2}$ alkyl)NCH2—,  $C_{1-2}$ alkyl)HNCH2—, Si(CH3)3—C—, or NH2C(O)—.

Claim 11(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is pteridinyl optionally substituted with 1 or 2 substituents, each substituent independently is  $C_1$ -4alkyl,  $C_1$ -4alkoxy,  $C_2$ -4alkynyl, trifluoromethyl, hydroxy, hydroxy $C_1$ -4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl—, phenylethynyl—, heteroarylethynyl—,-N( $C_0$ -4alkyl)( $C_0$ -4alkyl), nitro, ( $C_1$ -2alkyl)( $C_1$ -2alkyl)NCH2—, ( $C_1$ -2alkyl)HNCH2—, Si( $C_1$ -3alkyl)-C—, or NH2C( $O_1$ -2alkyl)-C—.

Claim 12(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is pyrrolopyrimidinyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>2-4</sub>alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1-4</sub>alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0-4</sub>alkyl)(C<sub>0-4</sub>alkyl), nitro, (C<sub>1-2</sub>alkyl)(C<sub>1-2</sub>alkyl)NCH<sub>2</sub>-, (C<sub>1-2</sub>alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.



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Claim 13(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is a imidazopyridinyl optionally substituted with 1 or 2 substituents, each substituent independently is  $C_{1-4}$ alkyl,  $C_{1-4}$ alkoxy,  $C_{2-4}$ alkynyl, trifluoromethyl, hydroxy, hydroxy $C_{1-4}$ alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl—, phenylethynyl—,-N( $C_{0-4}$ alkyl)( $C_{0-4}$ alkyl), nitro, ( $C_{1-2}$ alkyl)( $C_{1-2}$ alkyl)NCH2—, ( $C_{1-2}$ alkyl)HNCH2—, Si( $C_{1-2}$ alkyl)HNCH2—, or NH2C( $O_{1-2}$ alkyl)

Claim 14(currently amended): The compound according to Claim 2, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is benzimidazolyl optionally substituted with 1 or 2 substituents, each substituent independently is  $C_{1-4}$ alkyl,  $C_{1-4}$ alkoxy,  $C_{2-4}$ alkynyl, trifluoromethyl, hydroxy, hydroxy $C_{1-4}$ alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl—, phenylethynyl—, heteroarylethynyl—,— $N(C_{0-4}$ alkyl)( $C_{0-4}$ alkyl), nitro, ( $C_{1-2}$ alkyl)( $C_{1-2}$ alkyl) $NCH_{2-}$ , ( $C_{1-2}$ alkyl) $NCH_{2-}$ ,  $S_{1}$ ( $C_{1-3}$ alkyl) $C_{1-2}$ 0.

Claim 15(currently amended): The compound according to Claim 1, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

NonAr is a nonaromatic 6 membered ring containing 1 nitrogen ring atom; and B is aryl(CH<sub>2</sub>)<sub>1-3</sub>–SO<sub>2</sub>–, wherein the aryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, C<sub>1-4</sub>alkoxy, trifluoromethyl, bromo, fluoro, or chloro.

Claim 16(currently amended): The compound according to Claim 15, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is a 6 membered heteroaromatic ring containing 2 nitrogen ring atoms;

HetAr is optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl–, phenylethynyl–, heteroarylethynyl–,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH<sub>2</sub>-, (C<sub>1</sub>-2alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)–.



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The compound according to Claim 15, or a Claim 17(currently amended): pharmaceutically acceptable salts thereof, wherein

HetAr is quinazolinyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1-4</sub>alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH2-, (C1-2alkyl)HNCH2-, Si(CH3)3-C-, or NH2C(O)-.

Claim 18(currently amended): The compound according to Claim 15, or a pharmaceutically acceptable salts thereof, wherein

HetAr is purinyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH<sub>2</sub>-, (C<sub>1</sub>-2alkyl)HNCH2-, Si(CH3)3-C-, or NH2C(O)-.

The compound according to Claim 15, or a Claim 19(currently amended): pharmaceutically acceptable salts thereof, wherein

HetAr is imidazopyridinyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0-4</sub>alkyl)(C<sub>0-4</sub>alkyl), nitro, (C<sub>1-2</sub>alkyl)(C<sub>1-</sub> 2alkyl)NCH2-, (C1-2alkyl)HNCH2-, Si(CH3)3-C-, or NH2C(O)-.

The compound according to Claim 15, or a Claim 20(currently amended): pharmaceutically acceptable salts thereof, wherein

HetAr is a 6 membered heteroaromatic ring containing 1 nitrogen ring atom; and HetAr is optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-,



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heteroarylethynyl-,- $N(C_0$ -4alkyl)( $C_0$ -4alkyl), nitro, ( $C_1$ -2alkyl)( $C_1$ -2alkyl)NCH<sub>2</sub>-, ( $C_1$ -2alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.

Claim 21(withdrawn): The compound according to Claim 1, or pharmaceutically acceptable salts thereof, wherein

NonAr is a nonaromatic 5 membered ring containing 1 nitrogen ring atom; and B is aryl(CH<sub>2</sub>)<sub>0-3</sub>-O-C(O)-, wherein the aryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, C<sub>1-4</sub>alkoxy, trifluoromethyl, bromo, fluoro, or chloro.

Claim 22(withdrawn): The compound according to Claim 21, or pharmaceutically acceptable salts thereof, wherein

HetAr is a 6 membered heteroaromatic ring containing 2 nitrogen ring atoms;

HetAr is optionally substituted with 1 or 2 substituents, each substituent independently is  $C_{1-4}$ alkyl,  $C_{1-4}$ alkoxy,  $C_{2-4}$ alkynyl, trifluoromethyl, hydroxy, hydroxy $C_{1-4}$ alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,- $N(C_{0-4}$ alkyl)( $C_{0-4}$ alkyl), nitro, ( $C_{1-2}$ alkyl)( $C_{1-2}$ alkyl)NCH<sub>2</sub>-, ( $C_{1-2}$ alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.

Claim 23(withdrawn): The compound according to Claim 21, or pharmaceutically acceptable salts thereof, wherein

HetAr is pteridinyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH<sub>2</sub>-, (C<sub>1</sub>-2alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.

Claim 24(withdrawn): The compound according to Claim 21, or pharmaceutically acceptable salts thereof, wherein

HetAr is purinyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>2-4</sub>alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1-4</sub>alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-,





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heteroarylethynyl-,- $N(C_0$ -4alkyl)( $C_0$ -4alkyl), nitro, ( $C_1$ -2alkyl)( $C_1$ -2alkyl)NCH<sub>2</sub>-, ( $C_1$ -2alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.

Claim 25(withdrawn): The compound according to Claim 21, or pharmaceutically acceptable salts thereof, wherein

HetAr is benzimidazolyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>2-4</sub>alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1-4</sub>alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl–, phenylethynyl–, heteroarylethynyl–,–N(C<sub>0-4</sub>alkyl)(C<sub>0-4</sub>alkyl), nitro, (C<sub>1-2</sub>alkyl)(C<sub>1-2</sub>alkyl)NCH<sub>2</sub>–, (C<sub>1-2</sub>alkyl)HNCH<sub>2</sub>–, Si(CH<sub>3</sub>)<sub>3</sub>–C–, or NH<sub>2</sub>C(O)–.

Claim 26(withdrawn): The compound according to Claim 1, or pharmaceutically acceptable salts thereof, wherein

NonAr is an aza bicyclo octane ring; and

B is  $aryl(CH_2)_{0-3}$ –O–C(O)–, wherein the aryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, C<sub>1-4</sub>alkoxy, trifluoromethyl, bromo, fluoro, or chloro.

Claim 27(withdrawn): The compound according to Claim 26, or pharmaceutically acceptable salts thereof, wherein

HetAr is a 6 membered heteroaromatic ring containing 1 nitrogen ring atom; and HetAr is optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH<sub>2</sub>-, (C<sub>1</sub>-2alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.

Claim 28(withdrawn): The compound according to Claim 26, or pharmaceutically acceptable salts thereof, wherein

HetAr is purinyl optionally substituted with 1 or 2 substituents, each substituent independently is  $C_{1-4}$ alkyl,  $C_{1-4}$ alkoxy,  $C_{2-4}$ alkynyl, trifluoromethyl, hydroxy, hydroxy $C_{1-4}$ alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl—, phenylethynyl—,



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heteroarylethynyl-,-N(C<sub>0-4</sub>alkyl)(C<sub>0-4</sub>alkyl), nitro, (C<sub>1-2</sub>alkyl)(C<sub>1-2</sub>alkyl)NCH<sub>2</sub>-, (C<sub>1-2</sub>alkyl) 2alkyl)HNCH2-, Si(CH3)3-C-, or NH2C(O)-.

Claim 29(withdrawn): The compound according to Claim 26, or pharmaceutically acceptable salts thereof, wherein

HetAr is a 6 membered heteroaromatic ring containing 2 nitrogen ring atom; and HetAr is optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>2-4</sub>alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1-</sub> 4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0-4</sub>alkyl)(C<sub>0-4</sub>alkyl), nitro, (C<sub>1-2</sub>alkyl)(C<sub>1-2</sub>alkyl)NCH<sub>2</sub>-, (C<sub>1-2</sub>alkyl) 2alkyl)HNCH2-, Si(CH3)3-C-, or NH2C(O)-.

Claim 30(withdrawn): The compound according to Claim 1, or pharmaceutically acceptable salts thereof, wherein

NonAr is an aza bicyclo octane ring; and

B is aryl(CH<sub>2</sub>)<sub>1.3</sub>-SO<sub>2</sub>-, wherein the aryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, C<sub>1-4</sub>alkoxy, trifluoromethyl, bromo, fluoro, or chloro.

Claim 31(currently amended): The compound according to Claim 1, or a pharmaceutically acceptable salts thereof, wherein

NonAr is a nonaromatic 6 membered ring containing 1 nitrogen ring atom; and B is heteroaryl(CH<sub>2</sub>)<sub>1,3</sub>-C(O)-, wherein the heteroaryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>3</sub>-6cycloalkyl, C<sub>1</sub>-4alkoxy, trifluoromethyl, bromo, fluoro, or chloro.

Claim 32(currently amended): The compound according to Claim 1, or a pharmaceutically acceptable salts thereof, wherein

NonAr is a nonaromatic 6 membered ring containing 1 nitrogen ring atom; and B is  $aryl(CH_2)_{1,3}$ -C(O)-, wherein the aryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, C<sub>1-4</sub>alkoxy, trifluoromethyl, bromo, fluoro, or chloro.



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Claim 33(currently amended): The compound according to Claim 1, or a pharmaceutically acceptable salts thereof, wherein

NonAr is a nonaromatic 6 membered ring containing 1 nitrogen ring atom; and B is aryl-cyclopropyl-C(O)-, wherein the aryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, C<sub>1-4</sub>alkoxy, trifluoromethyl, bromo, fluoro, or chloro.

Claim 34(currently amended): The compound according to Claim 33, or a pharmaceutically acceptable salts thereof, wherein

HetAr is pyridyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0-4</sub>alkyl)(C<sub>0-4</sub>alkyl), nitro, (C<sub>1-2</sub>alkyl)(C<sub>1-2</sub>alkyl)NCH<sub>2</sub>-, (C<sub>1-2</sub>alkyl) 2alkyl)HNCH2-, Si(CH3)3-C-, or NH2C(O)-.

Claim 35(currently amended): The compound according to Claim 33, or a pharmaceutically acceptable salts thereof, wherein

HetAr is pyrazinyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0-4</sub>alkyl)(C<sub>0-4</sub>alkyl), nitro, (C<sub>1-2</sub>alkyl)(C<sub>1-2</sub>alkyl)NCH<sub>2-</sub>, (C<sub>1-1</sub>alkyl) 2alkyl)HNCH2-, Si(CH3)3-C-, or NH2C(O)-.

Claim 36(currently amended): The compound according to Claim 33, or a pharmaceutically acceptable salts thereof, wherein

HetAr is pyridazinyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1-4</sub>alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl-, phenylethynyl-, heteroarylethynyl-,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH2-, (C1-2alkyl)HNCH2-, Si(CH3)3-C-, or NH2C(O)-.



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Claim 37(currently amended): The compound according to Claim 33, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

HetAr is pyrimidinyl optionally substituted with 1 or 2 substituents, each substituent independently is C<sub>1</sub>-4alkyl, C<sub>1</sub>-4alkoxy, C<sub>2</sub>-4alkynyl, trifluoromethyl, hydroxy, hydroxyC<sub>1</sub>-4alkyl, fluoro, chloro, bromo, iodo, cyano, methylsulfanyl, cyclopropylethynyl–, phenylethynyl–, heteroarylethynyl–,-N(C<sub>0</sub>-4alkyl)(C<sub>0</sub>-4alkyl), nitro, (C<sub>1</sub>-2alkyl)(C<sub>1</sub>-2alkyl)NCH<sub>2</sub>-, (C<sub>1</sub>-2alkyl)HNCH<sub>2</sub>-, Si(CH<sub>3</sub>)<sub>3</sub>-C-, or NH<sub>2</sub>C(O)-.

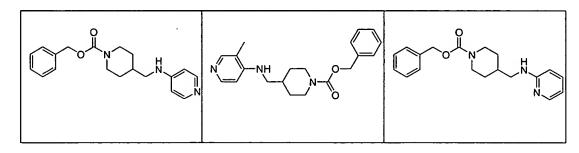
Claim 38(currently amended): The compound according to Claim 1, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

NonAr is a nonaromatic 6 membered ring containing 1 nitrogen ring atom; and B is heteroaryl(CH<sub>2</sub>)<sub>1-3</sub>–O–C(O)–, wherein the heteroaryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, C<sub>1-4</sub>alkoxy, trifluoromethyl, bromo, fluoro, or chloro;

Claim 39(currently amended): The compound according to Claim 1, or <u>a</u> pharmaceutically acceptable salts thereof, wherein

NonAr is a nonaromatic 6 membered ring containing 1 nitrogen ring atom; and B is aryl(CH<sub>2</sub>)<sub>1-3</sub>-NH-C(NCN)-, wherein the aryl is optionally substituted by 1-5 substitutents, each substituent independently is C<sub>1-4</sub>alkyl, C<sub>3-6</sub>cycloalkyl, C<sub>1-4</sub>alkoxy, trifluoromethyl, bromo, fluoro, or chloro.

Claim 40(original): The compound according to Claim 1, wherein said compound is





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	O N N N N N N N N N N N N N N N N N N N	
NH NH O		O N H

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		NH <sub>2</sub>
		O N H N OH
F N N N N N N N N N N N N N N N N N N N	CI NO	O Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z

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F N N N N N N N N N N N N N N N N N N N	CI NO	HN OH
H N OH	CH <sub>3</sub> OH N N N N N N N N N N N N N N N N N N	D D D D D D D D D D D D D D D D D D D
HN NC		HN N F <sub>3</sub> C
O N HN N CI N	ZH ZH ZH ZH	

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	N-N-N-N-N-N-N-N-N-N-N-N-N-N-N-N-N-N-N-	
F Ci	OH H N	Br NH O
F NH O		
CI NH NH O		
CI N H N N		ZH Z

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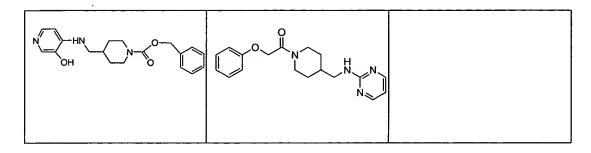
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		F N N N N N N N N N N N N N N N N N N N
		CI N N N N N N N N N N N N N N N N N N N
F C N N O C C C C C C C C C C C C C C C C	CI CI NO	F N N N N N N N N N N N N N N N N N N N
	N—NH—N—O	N HN N
HN N-O	HN N N O	HN_N O

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or a pharmaceutically acceptable salt thereof.

Claim 41(original): The compound according to Claim 1, wherein said compound is

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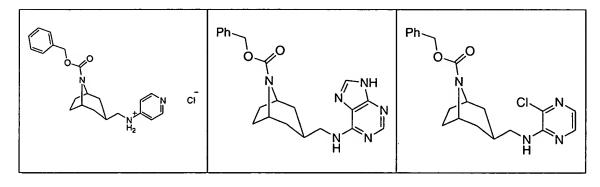
or a pharmaceutically acceptable salt thereof.

Claim 42(withdrawn):

The compound according to Claim 1, wherein said compound is

or a pharmaceutically acceptable salt thereof.

Claim 43(original): The compound according to Claim 1, wherein said compound is



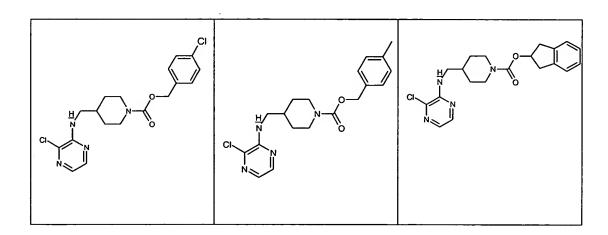
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or a pharmaceutically acceptable salt thereof.

Claim 44(currently amended): compound is

The compound according to Claim 1, wherein said



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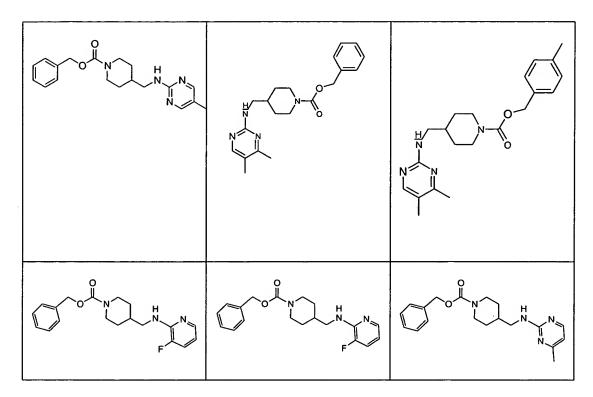
	HZ Z	$H_2N$ $N$ $N$ $N$ $N$ $N$
HN NH <sub>2</sub>		
	N N N N N N N N N N N N N N N N N N N	
		T Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z



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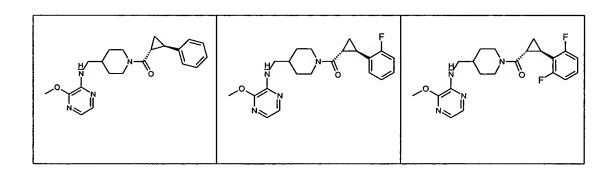
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or a pharmaceutically acceptable salt thereof.

Claim 45(currently amended): compound is

The compound according to Claim 1, wherein said



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F N F	F N F	F N N N N N N N N N N N N N N N N N N N
F N N N N N N N N N N N N N N N N N N N	H Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z	N= N= F
N N N N N N N N N N N N N N N N N N N	E N N N N N N N N N N N N N N N N N N N	

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E Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z Z	HN N	HN-N-Br
HN-N==-\$i-	0 HN N=	
O HN N		
L N N N N N N N N N N N N N N N N N N N	N T T T T T T T T T T T T T T T T T T T	
F N N N N N N N N N N N N N N N N N N N		

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H N F	T N N N N N N N N N N N N N N N N N N N	ST T T T T T T T T T T T T T T T T T T
F F		
	L N N N N N N N N N N N N N N N N N N N	I N N F F
F F F	F N N N N N N N N N N N N N N N N N N N	F N N N N N N N N N N N N N N N N N N N
	ZZH F	

or a pharmaceutically acceptable salt thereof.

Claim 46(currently amended): compound is

The compound according to Claim 1, wherein said

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$$S$$
 $N$ 
 $H$ 
 $N$ 
 $N$ 

or a pharmaceutically acceptable salt thereof.

Claim 47(withdrawn): The compound according to Claim 1, wherein said compound is

or a pharmaceutically acceptable salt thereof.

Claim 48(original): A pharmaceutical composition comprising an inert carrier and an effective amount of a compound according to claim 1.

Claim 49(currently amended): The A pharmaceutical composition according to claim 48 useful for the treatment of pain. comprising an inert carrier and an amount of a compound according to claim 1 effective to treat pain.

Claim 50(currently amended): The A pharmaceutical composition according to claim 48 useful for the treatment of comprising an inert carrier and an amount of a compound according to claim 1 effective to treat migraine, depression, anxiety, schizophrenia, Parkinson's disease, or stroke.



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Claim 51(original): A method of treating pain comprising a step of administering to one in need of such treatment an effective amount of a compound according to claim 1.

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Claim 52(original): A method of treating migraine, depression, anxiety, schizophrenia, Parkinson's disease, or stroke comprising a step of administering to one in need of such treatment an effective amount of a compound according to claim 1.